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January 19, 2005

VIA HAND DELIVERY

Hon. Pat Miller
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Budget Phone, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*
Docket No. 05-00026

Dear Chairman Miller:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Budget Phone, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated May 2, 2002. The Amendment adds rates for QuickServe to the Agreement.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc Ron Munn, Budget Phone, Inc